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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN JOSE DIVISION

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| THE FACEBOOK, INC. and MARK ZUCKERBERG<br><br>Plaintiffs,<br><br>v.<br><br>CONNECTU, INC. (formerly known as CONNECTU, LLC), PACIFIC NORTHWEST SOFTWARE, INC., WINSTON WILLIAMS, and WAYNE CHANG,<br><br>Defendants. | Case No. 5:07-CV-01389-JW<br><br>**DECLARATION OF KALAMA M. LUI-KWAN IN SUPPORT OF ADMINISTRATIVE MOTION BY NON-PARTIES R. GREGORY ROUSSEL AND FENWICK & WEST LLP TO SEAL DOCUMENTS** |

I, Kalama M. Lui-Kwan, declare as follows:

1. I am an attorney duly admitted to practice in California and before this Court. I am associated with the law firm of Fenwick & West LLP and counsel for R. Gregory Roussel and Fenwick & West LLP (together, "Fenwick"). I have personal knowledge of the facts stated below and, if called as a witness, I could testify competently to such facts. I make this declaration pursuant to Civil L.R. 7-11 and 79-5(b), and in support of Fenwick's Administrative Motion to Seal Documents ("Administrative Motion").

2. Good cause exists for sealing: (1) Reply in Support of Motion to Quash and for Protective Order; and (2) Corrected Declaration of Kalama M. Lui-Kwan in Support of Motion to Quash ("Reply Papers").

3. Upon information and belief, the parties in this action entered into, and the California Superior Court issued, a Stipulated Protective Order on January 23, 2006, which prohibits either party from filing in the public record any documents that have been designated as "Confidential" or "Highly Confidential" pursuant to the Protective Order. Although Fenwick is not a party to this action, it has represented plaintiff Facebook, Inc. ("Facebook") in connection with certain matters related to Facebook's settlement of this action.

4. The Reply Papers contain confidential information that is subject to the protection in the protective order. In light of the high-profile nature of this case, and the parties' desire to keep the details of these documents private, Fenwick requests that the Reply Papers remain sealed. The subject matter discussed in these papers includes commercially sensitive and confidential information that, if released to the general public, will adversely affect the parties to this litigation.

5. The Administrative Motion is being made pursuant to Civil L.R. 79-5, which requires a Court order to seal documents and does not permit sealing by stipulation.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 9th day of June 2008 at San Francisco, California.

By: /s/ Kalama M. Lui-Kwan
Kalama M. Lui-Kwan